```
Victim-7
 1
                            -- convertible promissory note. You
 2
    might as well be telling me that we're ordering egg, egg
 3
    rolls and spare ribs because this stuff makes no sense to
 4
    me, and I don't want it to make sense to me.
                          Understood.
 5
              CORREIA:
              Victim-7
 6
                            This is not what I want to do, but -
 7
    - here's a couple questions that I have --
 8
              CORREIA:
                           Sure.
              Victim-7
 9
                            This money is going to go for a
10
    convertible promissory note that's going to be convertible
11
    before a certain period of time extends once you have the
12
    funding to the rest of the company. Is that it?
13
                          So the way it works is, is
              CORREIA:
14
    traditionally -- and I'll break it down. So quite often a
15
    company will give PPM, which you may be familiar with.
              Victim-7
16
                            Mm-hm.
17
                          Are you familiar with a PPM?
              CORREIA:
              Victim-7
18
                            I don't know what that means.
19
    is it?
20
              CORREIA:
                          Okay, yeah. So it's just a private
21
    placement memorandum. So that's when somebody buys
    directly into a company and buys either stock or membership
22
23
    units directly. So there's no options. It's just straight
24
    in to, like, okay, I like the company. I'm going to buy in
25
    and I'm going to be a shareholder or member and just
```

```
1
    straight, straight transaction.
              Victim-7
 2
                           Right.
                           So what we did at the beginning for
 3
              CORREIA:
    our shareholders and for our kind of friends and family,
 4
    which is I think a nicer, more flexible thing to do for
 5
 6
    people, is to do a convertible note, and basically it's a
 7
    similar scenario but it, it gives you an option. So the
 8
    convertible just gives you an option to say at some point
 9
    if for any reason you didn't want to continue or convert
10
    into equity, it would just -- it starts off as a loan and
11
    then you can choose to either keep it as a loan and then at
12
    the end of the term, at the end of two years, you get your
13
    money back plus -- I think we put seven percent on it.
              Victim-7
14
                            Right.
15
              CORREIA:
                          And there is one other, there is one
16
    other trigger which we put in there. So as we raise
17
    $5 million or more, that's another benchmark at which point
18
    you can say I want, I want my money back, and then we would
19
    buy you out at that -- pay the investment out, plus seven
20
    percent annual (U/I).
              Victim-7
21
                          Let me ask you a question.
22
              CORREIA:
                          However, if you --
              Victim-7
23
                            Go ahead.
                                       I'm sorry. Go ahead.
24
    You go.
25
                          Yeah, and it -- but the reason why --
              CORREIA:
```

```
1
    I mean, most people -- you know, we have, I think, I could
 2
   be wrong, seven or eight of us, six or seven maybe, that
 3
    are members and have been since day one. So everyone --
 4
   you know, we offered the same thing, Lev and I, to these
    other guys that are just close to us and everybody
 5
 6
    converted right away. So we don't have any outstanding
 7
            That was a few years ago. And then -- and now as
 8
   we're ready to move forward, we're just raising a certain
 9
   amount to be able to not only do the contract, which (U/I),
10
   but also finalize a couple of things internally in terms of
11
    the, the technology final build-out and we're ready to go.
              Victim-7
12
                           If I, if I --
13
                         So (U/I) --
              CORREIA:
              Victim-7
14
                           If I got this straight, at the
15
   moment, you guys are trying to raise $1.7 million to give
16
       Attorney-1 for this things; is that correct?
17
                         That, that's what his contract is over
              CORREIA:
    the year, but I mean, we don't -- we may or may not --
18
19
    we're not going to raise that amount of money right now
20
   because there's no reason to. It's broken up as an initial
21
   payment and then a monthly retainer agreement.
              Victim-7
22
                           Uh-huh.
23
              CORREIA:
                         Which, which we can cancel if we, if
24
   we were unhappy with the work or whatever, but I'm sure
25
    that's not going to be the case.
```

```
Victim-7
 1
                            Okay.
                                  Yeah, right.
 2
              CORREIA:
                         And then -- but basically we are just,
 3
    just raising a certain amount right now to be able to
    engage in that contract, and then also to finalize the
 4
    build-out of the algorithm and the, and the finalized
 5
 6
    website, which has a lot of functionality to it.
 7
    basically that's what we're doing right now, and then
 8
    probably in about -- I don't want to get all over the place
 9
    because I want to give you the third option on the note,
10
    but probably in a couple of months, we'll probably then
11
    finalize -- or maybe even less, we'll go with our PPM.
    won't offer anyone else the convertible note option and
12
13
    we'll just do a PPM at a higher valuation because, you
           Attorney-1 will have been on board for a couple of
14
    know,
15
    months at that point.
              Victim-7
16
                            Right.
17
                         And then we will, you know, finalize
              CORREIA:
18
    our site, and at that point we'll raise at a higher
19
    valuation, but just people that want to come straight into
20
    the company.
              √ictim-7
21
                            All right, that --
22
              CORREIA:
                         But --
              Victim-7
23
                            Here, here, here's the other
24
    question that goes along with that. What -- insofar as
25
    units, what, what percentage, what percentage of the
```

Victim-7 1 Are you -- just a for instance, so 2 you're telling me that if I, if I put this money here and 3 then I -- and then this becomes convertible to units at my request 4 or at yours or is there a specific date that I have to wait 5 6 for this to happen? 7 CORREIA: Sure. So that -- I want to give you 8 the third option. The third option is you can convert into 9 equity at any time. 10 Okay, okay. 11 CORREIA: So you don't have, you don't have to 12 keep that note open. The two triggers in which you can get 13 paid back are either at the end of the two years or once we 14 raise \$5 million. At that point, we would say to you, 15 where -- we, we can buy back your note right now. Like, 16 you would have that choice to either exercise to convert 17 into equity --Victim-7 18 Right. 19 CORREIA: -- or get your money back plus seven 20 So, for example, in about -- you know, our PPM 21 paperwork, give or take, will be done in about two weeks, 22 and then we'll go out there probably, you know, in a month 23 or so and maybe -- don't hold me to that. It could be a 24 month; it could be 60 days. We'll go out there and say, 25 okay, what -- we'll decide what we're going to raise, you

```
1
    know, for the next phase, and at that point it'll be a much
 2
    higher valuation and it'll be through the PPM, private
 3
    placement document, that people will just be buying stock.
              Victim-7
 4
                           Right.
 5
              CORREIA:
                         If we raise $5 million, let's say, in
 6
    December or January, you know, for example, at that point,
 7
    we would turn to you and say you have a right to get your
 8
    money back and plus seven percent, or do you want to
 9
    convert (U/I). Most people would convert because if the
10
    company's raising that kind of money at that valuation --
              Victim-7
11
                           Hey, listen, no question.
12
    no question.
13
                          -- (U/I).
              CORREIA:
                                     So those are your options.
              Victim-7
14
                           Right.
15
              CORREIA:
                         Yeah.
                                 It just gives you the option to
16
    get your money back plus interest if you didn't like the
17
    direction of the company. And if we never raised any
18
    money, at least it'd be sitting there at the end of two
19
    years -- we -- you know, the company would be obligated to
20
    pay back the note plus seven percent, but obviously (U/I).
              Victim-7
21
                           And you, and you believe that
22
    there's going to come a time when you're going to then
23
    convert this into a regular -- a corporate status?
24
    it going to stay --
25
                         Well, it's already a corporate (U/I).
              CORREIA:
```

possibility, then we would convert immediately into an INC.

- 3
- Victim-7 4 Let me, let me ask you another 5 question.
- 6 CORREIA: Sure.

1

11

12

13

14

15

16

17

18

19

20

21

22

23

24

- Victim-7 7 How much money do you have from 8 people that are committed to this, to this venture? 9 much money do you have that has been, like, pledged so to 10 speak at this point to come in?
 - CORREIA: That would -- to be honest with you, I don't keep a ledger of that. I would say, if I added up everyone who said that the second you get -- you're ready to go we're in, I'd -- I don't even know. Tens of millions of dollars. We don't, we don't keep a record of who is on a list. Right now, we're just doing a smaller amount for a couple of million dollars to be able to get, to get to the next phase and (U/I) --
 - Victim-7 No, that's kind of more my question. In other words, the people that are coming in on the friends and family side of this, how much money do you have scheduled to raise at the moment? That, that -- you know, I'm not looking for an exact number. I'm looking to see how many other people are taking, taking this ride.
- 25 Are you talking about for the CORREIA:

```
1
    convertible note status?
 2
                           Yes, yes.
                                      That's correct.
 3
              CORREIA:
                         I probably won't -- I'd be lying to
 4
   you if I said I had a specific dollar amount committed.
 5
    literally could tell you that probably -- I mean, if I
 6
   reached out to the people that have, have been along for
 7
    the ride in terms of waiting for us to raise money, and I
 8
   said to them, hey, (U/I), we want to go forward. I bet you
 9
    if we wanted to raise ten million we wouldn't have a
10
   problem raising ten million at this valuation without,
11
    without any effort.
              Victim-7
12
                           Sounds, sounds (U/I).
13
                         But to say that we have money
              CORREIA:
14
    committed today --
              Victim-7
15
                           Yeah.
16
              CORREIA:
                         -- we're not raising that much, so
17
   right now I've got the existing shareholders that are going
18
    to put in money, so we have -- you know, we're bringing in
19
    about $1 million from them right now, and then Lev will
20
   probably throw in 250, and then if you're in, that's, you
21
   know, your money, and then we really probably won't raise
22
    any more than that before we go to a PPM.
                                                I mean, we'll
23
   probably raise about a million before we go to a PPM, and a
24
   PPM will then raise the valuation. The reason to do that
```

is that you don't want to dilute yourselves, right?

25

1 don't want to dilute ourselves any more than we need to, 2 and if you become a member, I don't want -- I have a 3 responsibility to not want to dilute you. 4 So I always want to bring in the least amount of 5 money that I possible can bring in at a low valuation and 6 hopefully use that money appropriately to raise the 7 valuation. So right now, we could actually raise, say, 750 or a million and then with Attorney-1 8 doing a (U/I) 9 announcement and strategically laying it out there, you 10 know, the valuation will go back to whomever is either 11 asked to be involved in the past first, of course, and then 12 we would, we would probably raise that in a 40, \$50 million 13 valuation (U/I). And then we would bring in maybe whatever 14 we would need at that point. Let's call it -- let's say 15 \$5 million. I don't know that we'd need that much at that 16 point, but let's say 5 million. So now, we just did 17 ourselves a huge favor. We just diluted ourselves less 18 than half as much because we went from a 20 million to a 19 50 million valuation. If I brought that same 5 million in 20 at 20 right now with the convertible note I'd be crazy 21 because I'm going to give up twice as much stock, right? 22 And everybody gets diluted (U/I). Victim-7 23 All right. So I'm just going to 24 This is going to sound like, this is going to sounds ask. 25 like a really stupid question to you, all right?

one percent of stock, but the only money you're raising now

is \$1 million. I should be getting 25 percent of the

24

25

USAO_00149937

seven -- six -- I want to say six or eight guys, so the

25

Victim-7 Well, I mean, are we talking

17 millions, hundreds of thousands, tens of millions?

18 CORREIA: Oh, yeah. No, no, no. I just said

19 millions, man. I don't misspeak. Four or \$5 million

20 probably.

No, no. Okay. No, but I'm a little

22 dense, so you've got to deal with me.

CORREIA: No. Come on.

24 Victim-7 I'm telling you. Listen, if we were

25 | talking, if we were talking about --

17

Attorney-1 1 is signing in -- on to the fact that we have built 2 underwriting and scoring systems and algorithms that have 3 blown their minds that insurance companies have decided to, for the first time in history of the United States --4 5 actually globally, ever decided to engage in covering fraud 6 in the investment world. So there's a tremendous amount of 7 work that's being done and, I mean, I can't even explain to 8 The -- it's a significant amount of time and effort. you. 9 You know, I've been through, gosh, I don't know how many --10 probably a dozen or more insurance carriers. Probably been 11 the (U/I) -- I don't know how many times, you know, U.S. 12 carriers, London-based carriers -- you know, we've done an 13 awful lot of work to get to this point. So that's, that's 14 why. 15 So right now, you wouldn't normally figure out 16 what somebody's percentage is based on the current rates 17 because then -- let's say you came in -- let's use your 18 example and say that today we, we were just brand new and 19 we decided we're going to raise \$1 million and the 20 valuation is one million, so (U/I) put in 250 each, 21 everyone has 25 percent. Now, if we were to go in and say, 22 okay, we're going to do another round of financing. 23 say we used that money appropriately, we get the valuation 24 because we've, we've added valuation through either (U/I) 25 or whatever it may be, right, and we all of a sudden now

```
1
   say, hey, the company is worth $5 million. Well, now, if
 2
   we go out at that point and raise $1 million and somebody
   puts in $1 million at that point, then they're going to
 3
    say, well, you know, shouldn't I get x percentage of the
 4
 5
    company, and then you would say no because (U/I). Let's
 6
    say we're at a $5 million valuation and we're raising
 7
    $2 million and he says, well, I'm putting up a million but
 8
   you're only raising two. I should get 50 percent of the
 9
    company. And you would say, well, no. I mean, we put the
    original $1 million, so we took the most amount of risk.
10
11
    We used that appropriately; we ran the company properly; we
    raised the valuation from one million to five million.
12
13
    added all that value. So if you put in $1 million in a $5
   million valuation, you'd get 20 percent of the company, you
14
15
   wouldn't get half just because we're choosing to raise two
16
   million right now. That doesn't make sense to the original
17
    shareholders (U/I).
              Victim-7
18
                            I got it. All right.
19
              CORREIA:
                          (U/I).
                                 That's kind of --
              Victim-7
20
                           Listen, I got it.
21
                         That's kind of the rationale.
              CORREIA:
              Victim-7
22
                           I got it.
23
              CORREIA:
                          (U/I).
              Victim-7
24
                           Listen, I'm, I'm really leaning
25
    towards taking this ride with you guys because I got a
```

Yeah, we hit it off, and he was
trying to get me to come to Odessa with the jet and I, and
I'm like, listen, man, I can't go. I gotta get back home.

```
1
    didn't -- you know --
 2
              CORREIA:
                               It's okay.
                          No.
              Victim-7
 3
                            That day, that day I was --
 4
              CORREIA:
                          We all may have been (U/I).
              Victim-7
 5
                            I was coming from
 6
                                                            case
 7
    and I came there in the middle of the -- because I wanted
 8
    to see Lev and give him a hug and my head was where it
 9
    needed to be on my business at the time. So forgive me.
10
              CORREIA:
                          Oh, I'm with you. No, no problem at
11
    all.
          No problem at all.
              Victim-7
12
                            All right. So listen --
13
                          I enjoyed meeting you very much.
              CORREIA:
              Victim-7
14
                            This is what I want you to do.
15
    the -- whatever papers that I have to sign with all of the,
16
    you know, the actual figures in it and everything else, I
17
    need -- I'm going to -- I'm guessing you want to do this
18
    with a wire transfer? I'm going to tell you something.
19
    Listen, I did a wire transfer for, like, $20,000 a couple
20
    of weeks ago and I got defrauded. It went to somebody
21
    else's account, they stole my money, and the shit that I
22
    had to go through to, to get this money --
23
              CORREIA:
                          Oh, my God.
              Victim-7
24
                            Oh, you have no idea, man.
25
    And I got --
```

```
Was it a bank mistake?
 1
              CORREIA:
              Victim-7
 2
                           Listen, it was somebody who hacked
 3
    into the, the receivers email account and then sent me a
 4
    bogus email saying don't send me a check, send it to this
 5
    email address. I gave it to my lawyer who took it out of
 6
    his escrow account, sent it out, and then the guy calls me
                                    Victim-7
 7
    up six days later and he goes,
                                           , what happened to
 8
    the check? I was like, you're kidding me, right?
                                                         What
    check are you talking about? You told me to send an email.
 9
10
    So but what happened was somebody --
11
              CORREIA:
                         Oh, my God.
              Victim-7
12
                           Yeah, man. It's bad.
                                                   I'm telling
13
          I'm really afraid of wire transfers. So what
14
    happened was, the bank, the bank who -- where the email
15
    went to opened up a corporate account without corporate
16
    papers. So we were able to get $15,000 back because the
17
    same swindler was swindling somebody else and grabbed his
18
    money, and I've got $5,000 that Wells Fargo is going to pay
19
    me, otherwise I'm going to go down and strangle somebody.
20
    And it's only 5,000, but listen, what if it was $1 million?
21
              CORREIA:
                          (U/I).
              Victim-7
22
                           You know?
23
                          It's a lot of money, man.
              CORREIA:
                                                     It's five
24
    grand you worked for.
              Victim-7
25
                            Yeah.
                                   Listen, man.
                                                 Honest to God,
```

(U/I) told me to watch that.

there where they got this new pilot and the pilot's going

-- basically, there's this part

23

24

25

CORREIA:

Victim-7

USAO_00149949

attachments. There should have been the note, there should

have been the promissory note, and there should have been

24

25

USAO_00149950

```
the packet I gave you, which is very proprietary so keep
 1
    that with you, and then the -- there should have been wire
 2
 3
    instructions.
                   But I will resend it all to you.
              Victim-7
 4
                            All right, great. And, and --
                          (U/I).
 5
              CORREIA:
              Victim-7
 6
                            -- but do me a favor, just, just
 7
    send that convertible promissory note that's I'm signing
 8
    with the amount --
 9
              CORREIA:
                          Yeah.
                            -- already in it so I don't have to
10
11
    like fill in anything with my hands --
                          I will, I will.
12
              CORREIA:
              Victim-7
13
                            -- or whatever.
14
              CORREIA:
                          Yep. And just sign them up.
              Victim-7
15
                            All right, bro. Listen --
16
                          And I'll send you the wire stuff, and
              CORREIA:
17
    then you and I can chat tomorrow and make sure if you need
18
    any questions and then I can just confirm with
19
    that they got everything and I'll make sure you get the
20
    confirmation so you're not worried.
               Victim-7
21
                            All right. Fabulous, man. Best of
    luck to all of us.
22
23
              CORREIA:
                          (U/I) best.
              Victim-7
24
                            All right, man.
25
              CORREIA:
                          Thank you so much, buddy.
```